

Date: 27.09.2024

Letter No. FFL/SEC/2024-25/SE-90

The Manager Listing Department National Stock Exchange of India Limited Exchange Plaza, Plot No. C/1, G Block Bandra Kurla Complex, Bandra (E), Mumbai - 400 051	The Manager Listing Department BSE Limited Phiroze Jeejeebhoy Towers Dalal Street, Mumbai - 400 001
Scrip Code: FUSION	Scrip Code: 543652

Sub: Proceedings of 30th Annual General Meeting ("AGM") of the Company held on Friday, September 27, 2024 through Video Conferencing ("VC")/Other Audio-Visual Means ("OAVM").

In compliance with Regulation 30 read with Para A of Part A of Schedule III and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find attached the Proceedings of 30th AGM of the Company held on Friday, September 27, 2024 at 11.00 A.M. through Video Conferencing("VC")/Other Audio-Visual Means("OAVM").

The Shareholders of the Company passed the following resolutions with requisite majority at the AGM:

S. No	Particular	Business	Type of Resolution
1	Adoption of the Audited Financial Statements for the Financial Year ended March 31, 2024 and the report of the board of directors and auditors thereon.	Ordinary	Ordinary
2	Re-appointment of Mr. Narendra Ostawal (DIN:06530414), who retires by rotation and being eligible, offers himself for reappointment.	Ordinary	Ordinary
3	Increase the borrowing limit of the company and create charges etc on the movable properties of the company, both present and future in respect of borrowings under Section 180(1)(c) and 180(1)(a) of the Companies Act, 2013 up to Rs. 17,500 Crores.	Special	Special

Accordingly, the following disclosures are attached herewith:

S. No	Particulars	Annexures
1	Disclosures as per Regulation 30 read with Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SEBI circular no. SEBI/HO/CFD/CFD-PoD-\1/P/CIR/2023/123 dated July 13, 2023 and other affirmation(s).	Annexure A
2	Proceedings of the 30 th AGM of the Company.	Annexure B

Further, the AGM proceedings and transcript are also available on the website of the Company viz. www.fusionfin.com.

Kindly take the same on your record.

Thanking you

For **Fusion Finance Limited**

(Formerly known as Fusion Micro Finance Limited)

Deepak Madaan

Company Secretary & Chief Compliance Officer

Membership No. A24811

Place: Gurugram

Annexure A

Name of the Director	Mr. Narendra Ostawal
Reason for change	Re-appointment as the Director of the Company due to retirement by rotation.
Date and Term of Re-appointment	<p>Date of Re-appointment: September 27, 2024</p> <p>Term of Re-appointment: He is re-appointed as a director, liable to retire by rotation as per the applicable provisions of the Companies Act 2013.</p>
Brief Profile	Mr. Narendra Ostawal holds a post graduate diploma in business management from Indian Institute of Management Bangalore and attended the international executive business program at the University of Chicago's Graduate School of Business. He has passed the final examination held by the Institute of Chartered Accountants of India. He is associated with Warburg Pincus India Private Limited since 2007 where he currently holds the position of Managing Director. He has 22 years of experience and has previously been associated with 3i India Private Limited and McKinsey & Company, Inc.
Disclosure of relationships between the Directors	Mr. Narendra Ostawal is not related to any of the Directors on the Board.
Affirmation that the director being appointed is not debarred from holding the office of director by virtue of any order of SEBI or any other such authority as per BSE Circular LIST/COMP/14/2018-19 and NSE Circular NSE/CML/2018/24, both dated June 20, 2018.	Mr. Narendra Ostawal is not debarred from holding the office of Director by virtue of any SEBI Order or any other authority as per BSE Circular LIST/COMP/14/2018-19 and NSE Circular NSE/CML/2018/24, both dated June 20, 2018

PROCEEDINGS OF 30TH ANNUAL GENERAL MEETING ("AGM") OF THE COMPANY

The 30th Annual General Meeting ("AGM") of the Members of Fusion Finance Limited (Formerly known as Fusion Micro Finance Limited) was held on Friday, September 27, 2024 at 11:00 A.M. (IST) through Video Conferencing ("VC")/Other Audio-Visual Means ("OAVM"). As stated in the Notice, the AGM was deemed to be conducted at the Registered Office of the Company situated at H-1, C Block, Community Centre, Naraina Vihar, New Delhi-110028. The meeting was concluded at 11:22 A.M. (IST).

Directors, Key Managerial Personnel & Senior Managerial Personnel Present in the meeting:

Mr. Devesh Sachdev (Managing Director & Chief Executive Officer)

Ms. Namrata Kaul, Independent Director (Chairperson of Audit Committee, Board Risk Management Committee, and Member of Nomination & Remuneration Committee, Stakeholders Relationship Committee)

Mr. Sunil Mundra, Chief Operating Officer, MFI Vertical

Mr. Kamal Kumar Kaushik, Chief Operating Officer, MSME Vertical

Mr. Tarun Mehndiratta, Head of Customer Loyalty Program & New Initiatives

Mr. Gaurav Maheshwari, Chief Financial Officer

Mr. Deepak Madaan, Company Secretary & Chief Compliance Officer

Invitees:

Mr. Jitendra Agarwal, Partner, M/s. Deloitte Haskins and Sells, Statutory Auditors

Mr. Munish Gaur, Director, M/s. Deloitte Haskins and Sells, Statutory Auditors

Mr. Harish Kumar, Proprietor Harish Popli & Associates, Secretarial Auditor and Scrutinizer

Members Present:

As per the attendance registered, 114 Members (including KMPs & Senior Managerial Personnel who attended as above) were present in the meeting. Mr. Deepak Madaan, Company Secretary & Chief Compliance Officer called the Meeting to order as requisite quorum was present and welcomed the Members, Directors, KMPs, Senior Management and Invitees present at the meeting.

It was informed to the members that the Board of Directors of the company have elected Mr. Devesh Sachdev as Chairman of the meeting.

On behalf of the chairman of the meeting, Mr. Deepak Madaan introduced other Board Members, KMPs, Senior Management, Statutory Auditor and Secretarial Auditor, to the members of the Company.

Thereafter, he informed the members were provided a facility to cast their vote on the resolutions contained in the Notice of 30th AGM, by means of remote e-voting which commenced on Tuesday, September 24, 2024 at 9:00 A.M. (IST) and closed on Thursday, September 26, 2024 at 5:00 P.M. (IST). The members who had not cast their votes via remote e-voting and who were participating in the meeting, had an opportunity to cast their votes during the meeting and thereafter for 15 minutes after the closure of this meeting, by way of e-voting by clicking the voting button "Cast your vote" which was appearing on the VC meeting screen.

All the requisite and relevant documents were available for electronic inspection by members during the Meeting and the same were available on the website of the Company viz. www.fusionfin.com for electronic inspection, without any fee, from the date of circulation of this Notice, up to the conclusion of AGM, i.e. Friday, September 27, 2024.

It was further informed to the members that Mr. Harish Kumar, Practising Company Secretary, Proprietor at Harish Popli & Associates, was appointed as Scrutinizer of the Meeting, to scrutinize the

votes casted at the meeting and through remote e-voting and for ensuring that voting process is conducted in a fair and transparent manner.

With the consent of the members, the Notice convening the 30th AGM, the Boards' Report, Auditors' Report and Secretarial Audit Report for the Financial Year ended March 31, 2024, were taken as read. It was further informed to the members that there were no qualifications in the Auditors' Reports on the Audited Financial Statements, for the Financial Year ended March 31, 2024.

Further, the Chairman of the meeting updated the Members on the business highlights of the Company. Further, the Company Secretary took up the following resolutions for member's approval:

S. No.	Agenda	Type of Resolution
Ordinary Business		
1.	Adoption of the Audited Financial Statements for the Financial Year ended March 31, 2024 and the report of the board of directors and auditors thereon.	Ordinary Resolution
2.	Re-appointment of Mr. Narendra Ostawal (DIN:06530414), who retires by rotation and being eligible, offers himself for reappointment.	Ordinary Resolution
Special Business		
3.	Increase the borrowing limit of the company and create charges etc on the movable properties of the company, both present and future in respect of borrowings under section 180(1) (c) and 180 (1) (a) of the Companies Act, 2013 up to Rs. 17,500 Crores.	Special Resolution

The Company Secretary then invited queries from the Members, who had registered themselves as speaker, however, it was informed by the moderator that no member had registered as speaker. Further the queries asked by the shareholders present in the meeting via Chat-Board facility, were responded by the Chairman of the meeting.

The Company Secretary informed the members that the results of the e-voting and remote e-voting will be announced on receipt of Scrutinizer's Report and the same will be placed on the company's website viz. www.fusionfin.com and on the website of Link Intime India Private Limited viz. <https://instavote.linkintime.co.in>. Further the same will also be disseminated to the National Stock Exchange of India Limited and BSE Limited where the equity shares of the Company are listed at www.nseindia.com and www.bseindia.com, respectively.

Thereafter, Mr. Deepak Madaan offered vote of thanks to the Chairman and conveyed his thanks to all the Members, Directors, Statutory Auditor, Secretarial Auditor and Scrutinizer, RTA - Link Intime India Private Limited for their assistance and participation in the meeting.

Further Mr. Deepak Madaan declared that the AGM concluded at 11:22 A.M. (IST) with the permission of the Chairman of the meeting. Further, the electronic voting option was kept open for 15 minutes after the conclusion of meeting to enable the members to cast their votes.

**For Fusion Finance Limited
(Formerly known as Fusion Micro Finance Limited)**

**Deepak Madaan
Company Secretary & Chief Compliance Officer
Membership No. A24811
Place: Gurugram**